



**NORFOLK
SOUTHERN**

Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

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J. Gary Lane
Senior General Attorney

9148-L
RECORDED

NOV 2 1992 4 55 PM

October 29, 1992 INTERSTATE COMMERCE COMMISSION

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of October 23, 1992. The primary document to which this is connected is recorded under Recordation No. 9148.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

TRUSTEE/LESSOR: Morgan Guaranty Trust Company
of New York
60 Wall Street
New York, New York 10260

LESSEE/GUARANTOR: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
3	70-ton Box Cars	XM	SOU 530657 530653 530671

A fee of \$16.00 is enclosed. Please return three of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of October 23, 1992, with respect to Equipment Trust Agreement with Recordation No. 9148, dated January 15, 1978, covering three box cars, numbered SOU 530657, 530653 and 530671, changed to NS 411015, 411017 and 411018, respectively.

Very truly yours,

A handwritten signature in dark ink, appearing to read "J.G. Lane", with a long horizontal flourish extending to the right.

J. Gary Lane

jgl
encl.

9/48-L

NOV 2 1992

No. 1 of 1978

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO THREE (3) BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 530657, 530653 AND 530671, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF JANUARY 15, 1978, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND MORGAN GUARANTY TRUST COMPANY OF NEW YORK, AS TRUSTEE

Old Road Number
Assigned

SOU 530657
SOU 530653
SOU 530671

New Road Number
Assigned

NS 411015
NS 411017
NS 411018

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 23rd day of October, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: 

Vice President

ATTEST:


Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

CITY OF NORFOLK

On this 23rd day of October, 1992, before me personally
appeared C. M. Irvin, to me personally known, who being

by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.

Judy G. De Launey
Notary Public

My Commission expires: February 12, 1993.